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J. MICHAEL STRACZYNSKI

MIKE DEODATO JR. • MARK BROOKS

THE AMAZING SPIDER-MAN®

SKIN DEEP

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STRACZYNSKI
DEODATO JR
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THE AMAZING SPIDER-MAN®

SKIN DEEP
PART 1 of 4

FRANK ISANOVE

It's been two days since Gwen's kids disappeared without a trace. I've searched high, and I've searched low.

Hmmm...I haven't searched here in the back of my car... maybe they're under that bag of french fries...

And what *IS* that smell, anyway?

I'm just going to have to accept the fact that they've gone to ground pretty thoroughly and I'm not going to learn anything more until and unless they come looking for me.*

There's nothing I can do for now except pick up the pieces and try to go on.

*EDITOR'S NOTE: A STORY THAT WILL BEGIN IN ISSUE NUMBER 23 OF THE SPECTACULAR SPIDER-MAN! (THIS NOTE COURTESY OF THE ALPHABETICALLY ADVANTAGED AXEL ALONSO.)

So why is it that every time I've ever tried to get my life together--

--it almost always ends up with me being late for school?

SKIN DEEP

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And did I mention the part about how my life has always been fair game for vice-principals for the last twenty years?

PARKER!

YES, SIR, I--

YOU'RE LATE! AGAIN!

MY CLASS DOESN'T START FOR ANOTHER HOUR, SO WHILE I'M LATE FOR THE STAFF MEETING, IT'S NOT LIKE I'M--

MEANING YOU DIDN'T CHECK YOUR MESSAGES.

MESSAGES?

PETER, THE PHONE... AREN'T YOU GOING TO--

BRRRI!!!!!G! BRRRI!!!!!G!

YOU'RE LATE, I'M LATE, IT CAN WAIT. I'LL CHECK IT LATER. NOW, GIVE ME SOME MORE OF THAT NICE STUFF WITH THE LIPS...

"UHM...NO, I FORGOT. I GOT KIND OF... DISTRACTED."

MR. CAVENAUGH CALLED IN SICK, AND WE CAN'T GET A SUBSTITUTE HERE IN TIME. SO WE'LL NEED YOU TO COVER HIS EIGHT-THIRTY CLASS IN REMEDIAL CITIZENSHIP AND SOCIAL STUDIES.

WELL, I SUPPOSE I CAN--

WAIT A MINUTE...*REMEDIAL* CITIZENSHIP?

AND SOCIAL STUDIES.

HOW SCREWED-UP DO YOU HAVE TO BE TO GET STUCK TAKING REMEDIAL *CITIZENSHIP?*

WE HAVE A GOOD HEALTH PLAN HERE, WOULDN'T YOU SAY, PARKER?

WELL, YEAH, BUT--

"THEN YOU HAVE NOTHING TO WORRY ABOUT, NOW DO YOU?"

SLAM!

HEY.
SO...
SINCE MR. CAVENAUGH IS OUT SICK TODAY, I'VE BEEN ASKED TO TAKE OVER. MY NAME IS MR. PARKER. I--
YO, MR. PARKER--
--MR. CAVENAUGH ALWAYS SAYS WE CAN GO TO THE LIBRARY TO READ ANY TIME WE WANT 'CAUSE IT ENCOURAGES CITIZENSHIP. SO COULD WE JUST, LIKE...GO?
THE LIBRARY DOESN'T OPEN UNTIL NINE.
YEAH, WELL, Y'KNOW, WE COULD--
NO.
NOW, TO SAVE ME LOOKING THROUGH HIS LESSON PLAN, IF ANYBODY HERE WOULD BE GOOD ENOUGH TO TELL ME WHERE MR. CAVENAUGH LEFT OFF--
--THAT WOULD BE GREAT.
YEAH, I GOT YOUR LESSON PLAN RIGHT HERE.

HUH. I'D HEARD THAT A STORM WAS COMING IN, BUT I GUESS IT MUST BE CLOSER THAN THEY THOUGHT. WOULD'VE TAKEN ONE BIG BAG OF WIND TO BLOW THIS THING ALL THE WAY UP HERE.

WOULDN'T YOU AGREE, MISTER--

PETTI

PIMENTEL

--SANCHEZ?

DEODATO

ALONSO

WELL, Y'KNOW, I--

BECAUSE GRAVITY BEING WHAT IT IS, IT EITHER BLEW UP HERE, OR IT WAS THROWN. AND THE PENALTY FOR THROWING ANYTHING AT A TEACHER IS SUSPENSION.

SO WHICH WAS IT, MR. SANCHEZ?

IT, UHM... I GUESS IT BLEW UP.

IT WAS BLOWN.

YEAH.

BY A BIG, FAT WIND.

SURE. WHATEVER.

GOOD, AT LEAST WE'VE RESOLVED *THAT* MYSTERY.

DUDE'S GOT EYES IN THE BACK OF HIS HEAD.

÷SNICKER÷ "BIG FAT WIND"--

SHUDDUP!

SINCE WE SEEM TO BE FLAILING AROUND FOR A STARTING POINT, LET ME SUGGEST ONE. THE ROLE OF THE INDIVIDUAL IN A FREE SOCIETY. THE QUESTION IS--

Wait...is that Charlie?

"CHARLIE WEIDERMAN...?"

"PRESENT."

YOU CAN JUST SAY "HERE," CHARLIE, PRESENT IS UNNECESSARY.

YES, SIR.

YOU MAY SIT ANYWHERE THERE'S AN OPEN SEAT.

The unwritten law of the classroom is that the school geek only gets a break when and if an even bigger geek moves into the neighborhood.

So it was with mixed feelings that I watched Charlie Weiderman enter class for the first time.

SORRY... EXCUSE ME... JUST GOT TO GET TO--

OOOF!

HEY! WATCH IT, YA JERK!

CRASH!

HEY!

EVERYTHING ALL RIGHT, CHARLIE?

I--

--YEAH, EVERYTHING'S ALL RIGHT. I JUST...I TRIPPED, THAT'S ALL.

ALL RIGHT, WELL, TAKE YOUR SEAT, THEN.

NOW, IF YOU'LL ALL DIRECT YOUR ATTENTION HERE--

WEIDERMAN... MORE LIKE WEINERMAN.

WHINEY-MAN.

The second rule of the classroom is that if you have a name they can turn into a joke, you're in for even more grief.

SCORE!

Because low-rent humor was the only thing the jocks and soshes could handle without cheat-sheets.

IS IT OKAY IF I SIT HERE?

I--

And then I did something I'm still ashamed of to this day.

--SURE, BUT I...HAVE TO GO. I'VE GOT--

YEAH, NO, IT'S OKAY.

It was the first time in months that I'd gone an entire half-day without getting hassled, because they had a new target in their sights, and I--

--I didn't want to get re-geeked.

THE QUESTION IS...

IS THE SYSTEM FAIR TO THE LEAST OF US?

I...UHM...I DIDN'T STUDY THIS PART OF--

IT'S NOT A STUDY QUESTION. IT'S A YOU QUESTION. WHAT DO *YOU* THINK? WE KNOW THE SYSTEM WORKS FOR GUYS WITH LOTS OF MONEY, FOR CORPORATIONS, BUT IS IT FAIR TO EVERY-BODY ELSE?

I GET IT, BUT LIKE, WHAT'S THE POINT?

YOU GO TO A BIG IMPORTANT COLLEGE, YOU GOT BIG IMPORTANT FAMILY, YOU GOT MONEY...YOU GOT IT MADE. US, HERE, WHAT'VE WE GOT TO LOOK FORWARD TO?

YOU THINK ANYBODY FROM HERE EVER MADE IT BIG? EVER WENT ANYWHERE?

I CAME OUT OF HERE. I GRADUATED FROM THIS VERY HIGH SCHOOL.

YO, NO DISRESPECT, BUT...I THINK YOU JUST KINDA MADE MY POINT.

Y'KNOW?

"SO...WHAT'RE *YOU* DOING HERE?"

HEY, PETE, YOU RECOGNIZED ME!

YOU'RE KIND OF HARD TO MISS, CHARLIE.

YEAH...YEAH, I GUESS YOU'RE RIGHT.

SO LIKE I SAID, WHAT'RE YOU DOING HERE?

I HEARD YOU WERE TEACHING HERE NOW, AND I THOUGHT I'D COME BY, SAY HI.

FUNNY. THE PLACE SEEMED A LOT BIGGER THEN. BUT EVERYTHING DID, I GUESS. SOMETIMES I FELT LIKE I COULD GET LOST IN THERE AND NEVER COME OUT AGAIN.

AND SOME DAYS, THAT DIDN'T SEEM LIKE SUCH A BAD IDEA.

ANYWAY...I KNOW IT'S BEEN A LONG TIME, A REAL LONG TIME, BUT I...I COULD USE A FAVOR, PETE.

CHARLIE, I--

IT'S OKAY. I'M NOT ASKING FOR MONEY. I JUST NEED YOUR NAME, AND A LITTLE OF YOUR BRAIN.

"MY DAD DIED A LITTLE OVER TWO YEARS AGO. IT WAS REAL SUDDEN, HE DIDN'T SUFFER MUCH, AND--

"ANYWAY, HE LEFT ME SOME MONEY. NOT A LOT, BUT SOME. HE NEVER HAD A LOT. NOT MONEY, NOT FRIENDS, NOT... WELL, MUCH OF ANYTHING, REALLY.

"HE ALWAYS BELIEVED IN ME, THOUGHT I COULD DO MORE WITH MY SCIENCE BACKGROUND THAN I'VE DONE, SO I USED THE MONEY TO GET SOME EQUIPMENT I NEEDED, RENT A SPACE WHERE I COULD WORK.

"I NEVER HAD MUCH OF A CHANCE BEFORE, PETE. BUT NOW THAT I HAD ONE, I WAS GOING TO MAKE THE MOST OF IT."

SEE, IF YOU REALLY WANT TO MAKE MONEY, I FIGURED... GO FOR A MILITARY CONTRACT. BUT THAT MEANS HAVING SOMETHING THE MILITARY WANTS.

IF YOU WANT TO WIN A BATTLE, YOU JUST HAVE TO MAKE SURE YOU HAVE MORE OF YOUR GUYS AT THE END THAN THEY DO. GUYS THAT AREN'T AFRAID OF BEING HURT. BUT NO BODY ARMOR IS PERFECT.

THAT'S WHEN I GOT THIS...IMAGE IN MY HEAD.

"I SAW SOLDIERS GETTING READY TO GO INTO BATTLE, GETTING COVERED HEAD TO TOE IN A SUBSTANCE THAT WOULD MAKE THEM...WELL... FOR ALL INTENTS AND PURPOSES...

"INVULNERABLE.

"IMAGINE AN ARMY LIKE THAT. THEY'D BE FEARLESS, NOBODY COULD STOP THEM.

"AS LONG AS THEY KEPT THEIR MOUTHS SHUT WHEN THE BULLETS FLEW.

"AND WATCHED OUT FOR THEIR EYES. I HAVEN'T FIGURED OUT THAT PART YET."

FOR THE BASE, I KNEW I'D NEED SOME KIND OF POROUS POLYMER COMPOUND, SOMETHING THAT COULD COVER EVERYTHING BUT LET OXYGEN THROUGH. BECAUSE IF THEY CAN'T BREATHE--

"--WELL, LET'S JUST SAY THAT WAS THE HARDEST PART TO WORK OUT."

I'VE GOT EVERYTHING WORKED OUT EXCEPT FOR ONE THING. CAN YOU GUESS?

WELL... I--

GO ON.

YOU'D STILL NEED SOMETHING TO ABSORB THE ENERGY OF THE INCOMING BULLETS.

A FLAK JACKET HAS LAYERS THAT ABSORB MOST OF THE IMPACT. BUT WHAT YOU'RE DESCRIBING WOULD HAVE TO BE VERY THIN, ALMOST LIKE A SECOND SKIN.

EXACTLY. BUT I WORKED IT OUT, PETE. I KNOW WHAT I NEED.

VIBRANIUM.

BECAUSE OF ITS PHENOMENAL ABILITY TO ABSORB ENERGY, YOU'D NEED ONLY A SMALL AMOUNT TO PRODUCE ONE THOUSAND METRIC GALLONS OF THE SKINSUITS.

UNFORTUNATELY, VIBRANIUM ONLY COMES FROM WAKANDA, AND IT COSTS...WELL, IT COSTS AN AWFUL LOT MORE THAN I COULD AFFORD WITH--

--WITH A HUNDRED DEAD DADS.

I CAN'T AFFORD--

I TOLD YOU, THIS ISN'T ABOUT MONEY! YOU WORKED AT *TRICORP RESEARCH*. YOU KNOW PEOPLE... YOU CAN HELP ME WORK OUT THE SYNTHESIS AFTER I GET THE VIBRANIUM AND--

AND HOW ARE YOU GOING TO DO THAT?

I'VE GOT A SHOT AT AN INTERVIEW WITH TONY STARK *IF* I CAN USE YOU AS A REFERENCE. IF HE INVESTS IN THIS, IN ME, THEN I CAN HANDLE THE REST.

I DON'T KNOW...I'M NOT SURE STARK EVEN KNOWS WHO I AM...I'M SMALL-TIME--

IT'S A CHANCE, PETE, AND THAT'S MORE THAN I'VE EVER HAD BEFORE.

PLEASE.

I...I GUESS I CAN DO IT, BUT--

I KNEW I COULD RELY ON YOU, PETE! I'LL SEND YOU ALL THE DATA I'VE GOT SO FAR, CARE OF YOUR AUNT, SINCE I'VE STILL GOT HER ADDRESS.

I...THAT'S GREAT, CHARLIE, BUT--

I'LL CHECK BACK WITH YOU LATER, I'VE GOTTA GET GOING.

CHARLIE... ONE THING. WHY ME?

YOU'RE KIDDING. WHY YOU?

BECAUSE YOU'VE ALWAYS BEEN A GOOD FRIEND TO ME, PETE.

ALWAYS.

The thing about being the school's resident Geek Supreme, especially in the months before my life was changed forever by the bite of a certain irradiated spider, is that you'd give just about anything to make it stop.

HA! GOT HIM!

OW! C'MON, CUT IT OUT!

YEAH, RUN YA LITTLE CREEP!

And if the day comes when the target gets moved off your back because a new one arrives...you'd do almost anything to keep it from finding you again.

AAAAHH!

COME BACK HERE, WEINERMAN! C'MON, SOMEBODY GRAB HIM!

YA RUN LIKE A GIRL, YA SISSY!

OOOF! OW! GET OFF! GET OFF!

I may have been the proverbial 98-pound weakling, but Charlie was all elbows and awkwardness. Compared to him I was an N.F.L. linebacker.

Well, you know...mostly.

JERK! YOU LET IT GET RIGHT PAST YOU!

He was in the middle of one of those growth spurts, where your feet and hands are bigger than usual and never where they're supposed to be.

YEAH! GOT IT!

He was so bad nobody really seemed to notice me...and I was totally okay with that.

There are benefits to not being seen.

Then it was my turn to serve in rotation. I could've chosen to serve to anybody on the other side.

C'MON, PARKER... WHAT'RE YOU DOING, WAITING FOR A BUS? HIT IT!

In my heart, I didn't want to do it. I felt sick inside at just the thought of it.

But I did it anyway.

OOOF!

WHOA!

PARKER SMOKED WEINERMAN! EVEN *PARKER* SMOKED HIM! WAY TO GO!

I got high-fived. Nobody had ever high-fived me before.

They say that in a herd, when one of the animals falls sick or behind, it's not the king of the pride that takes it out.

It's always the ones that are almost as bad-off who do the job.

Even though it was in the days before Spider-Sense, I felt like I could find Charlie in my sleep. And I kept at him, earning points in more ways than one.

Better thee than me.

I'd never been treated better.

And I'd never felt worse. Or been more ashamed of myself.

Afterward, part of me thought...I should say something.

And another part said...keep your distance. You've got a good thing going, don't blow it.

But then, I've never much listened to that voice.

HI. LISTEN, I--

I JUST WANTED TO SAY I'M SORRY FOR WHAT HAPPENED DURING P.E. I DIDN'T MEAN TO PICK ON YOU OR --

IT'S OKAY.

I MEAN, IT'S JUST A GAME, RIGHT? NOTHING PERSONAL.

NO. NOTHING PERSONAL.

At that moment, if I could've dug a hole in the floor, jumped in, and pulled it in after me, I would've.

SO WHAT'RE YOU WORKING ON?

THAT DOESN'T LOOK LIKE IT CAME OUT OF THE LAB BOOK.

IT DIDN'T. I'M WORKING ON A SYNTHESIS OF VITAMINS, STEROIDS, AND A BUNCH OF OTHER STUFF.

YOU KNOW, LIKE CAPTAIN AMERICA. SOMEDAY I'M GOING TO MAKE A SUPER-SOLDIER SERUM, AND THEN--

--AND THEN, WELL, WE'LL SEE, RIGHT?

I GUESS. SO WHERE'D YOU GET THE STEROIDS?

STOLE IT FROM MY DAD'S CABINET.

HE'S A BIG GUY. REALLY BIG.

HITS REALLY HARD.

WHAT?

NOTHING.

Three weeks later, he ended up in the hospital, at the business end of a stomach pump.

They said it was attempted suicide.

Charlie said he thought his serum was ready for a human test, and went for it.

I never pressed it much beyond that. I think I didn't want to know.

After a while, he was well enough to come back to school--

--where they were waiting for him.

They were always waiting for him.

So I gave Charlie the letter. How could I not?

MR. WEIDERMAN? THANK YOU FOR WAITING. I'M TESSA SPRINGFIELD, MR. STARK'S ASSISTANT. HE'S READY TO SEE YOU NOW.

THANKS.

"WELL, MR. WEIDERMAN, YOU COME HIGHLY RECOMMENDED. YOU HAVE A LONG WAY TO GO, BUT THAT'S A GOOD START."

THANK YOU, MR. STARK.

TONY. MR. STARK IS MY FATHER.

VIBRANIUM, EH? YOU *ARE* AMBITIOUS.

WELL, I--

RELAX. THAT WAS A COMPLIMENT.

ON THE SURFACE, YOUR PROPOSAL SEEMS WELL CONSIDERED.

THANK YOU, I--

BUT I DO HAVE SOME CONCERNS WITH YOUR METHODOLOGY. SOME OF IT SEEMS HURRIED AND NOT WELL RESEARCHED. YOU'RE DEALING WITH SOME VERY VOLATILE COMPOUNDS HERE, CHARLIE.

I AGREE. BUT HAVING COME UP WITH THE BASIC APPROACH, I WANTED TO BE SURE I GOT HERE BEFORE SOMEONE ELSE DID. BECAUSE SOMETIMES IT SEEMS LIKE IT'S JUST THE RIGHT TIME FOR A LOT OF PEOPLE TO DISCOVER SOMETHING. VLADIMIR ZWORKIN, THE ICONOSCOPE TUBE, THE SUITS--

BESIDES, IF I HAD ALL THE MATH WORKED OUT, I WOULDN'T NEED THE GRANT, WOULD I?

A VALID POINT.

I NOTICED THAT ONE OF THE LETTERS OF RECOMMENDATION CAME FROM PETER PARKER. ARE YOU WORKING TOGETHER ON THIS?

I...NOT PRECISELY, THOUGH HE HAS ADVISED ME ON A FEW THINGS.

WOULD HE BE AN OFFICIAL PART OF THIS PROJECT?

WELL, I... I HADN'T REALLY...

IF YOU THOUGHT IT WOULD HELP.

IT COULDN'T HURT.

THEN HE'LL BE THERE FROM DAY ONE, THROUGHOUT THE WHOLE PROJECT.

SO YOU'RE FAMILIAR WITH HIS WORK?

YOU COULD SAY THAT.

EDITOR'S NOTE: HOW DOES TONY STARK KNOW PETER PARKER IS SPIDER-MAN? SEE NEW AVENGERS #3, OUT THIS JANUARY, TRUE BELIEVER!

I DO KNOW THAT HE HASN'T LENT HIS NAME TO MANY PROJECTS BEFORE THIS ONE... AT LEAST NONE I'VE SEEN... SO THAT CARRIES A FAIR AMOUNT OF WEIGHT.

SO...HOW MUCH MONEY WOULD YOU NEED TO TAKE THIS TO THE NEXT STEP?

WELL, SIR, I--

AND YOU'D MAKE MY LIFE EASIER IF YOU COULD JUST ROUND IT OFF TO THE NEAREST HUNDRED THOUSAND.

I...UHM... YEAH, I CAN DO THAT.

SIR.

I didn't see Charlie for a while after I got the good news. But that was okay.

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After all, he had his work to do--

--and I had mine.

Enjoying the nightlife...

...going with MJ to rehearsals...

...great performances...

...lectures on the decline of Western civilization...

...and generally just hanging around.

I should've known everything was going too well for comfort.

JUSTA SEC JUSTA SEC JUSTA SEC--

YEAH?

MR. PARKER, THIS IS MOLLY ST. JUDE, NEW PROJECTS MANAGER AT STARK INDUSTRIES, AND I'M CALLING TO FIND OUT WHEN WE MIGHT GET A PROGRESS REPORT ON THE PROJECT YOU'RE DOING WITH MR. WEIDERMAN.

THE PROJECT--

YES, WE'VE BEEN TRYING TO REACH HIM BY PHONE, BUT HAVEN'T BEEN ABLE TO GET IN TOUCH WITH HIM. SINCE YOU ARE THE SUPERVISOR OF RECORD ATTACHED TO HIS WORK, WE THOUGHT YOU COULD GIVE US A BRIEFING.

RIGHT...

"...WELL, BE ASSURED THAT I'LL DEFINITELY TOUCH...THAT IS, BE IN TOUCH...WITH MR. WEIDERMAN THIS AFTERNOON."

CHARLIE? *CHARLIE...?*

WHY THE *HELL* DID YOU TELL STARK I WAS WORKING WITH YOU ON THIS?

I JUST CHECKED SOME OF YOUR FIGURES. THAT'S NOT THE SAME THING.

YOU DID HELP WITH SOME OF THE EARLY--

HE SAID YOUR INVOLVEMENT WAS CRUCIAL TO GETTING THE FUNDING, PETE.

I DON'T CARE, I--

HE GAVE YOU ALL THIS STUFF BECAUSE I WAS...REALLY? HE SAID THAT? BECAUSE THIS IS...Y'KNOW...A LOT OF STUFF. EXPENSIVE *STUFF.* HECK, IF I'D KNOWN *THAT*--

PETE--

--I'M AT A CRITICAL PART OF MY WORK. IF YOU TELL THEM THE TRUTH, THEY'LL PULL THE PLUG, AND--

I JUST NEED A LITTLE MORE TIME.

DAMN STRAIGHT.

IS THAT THE VIBRANIUM?

CHARLIE, I TOLD YOU TO HOLD OFF INJECTING THE VIBRANIUM UNTIL YOU'D PERFECTED A STABLE MEDIUM.

I FOUND A SHORTCUT TO GETTING IT READY FOR DISSOLUTION AND INTEGRATION INTO THE SKINSUIT COMPOUND--

CHARLIE, YOU CAN'T SHORTCUT VIBRANIUM! IT'S TOO DANGEROUS!

BUT THERE'S NO OTHER WAY.

THAT'S WHY YOU HAVEN'T BEEN RETURNING ANY OF THE CALLS FROM STARK, ISN'T IT? IF THEY SAW THIS SETUP, THEY'D SHUT YOU DOWN IN A HOT SECOND.

DID THEY CALL YOU? I...WHAT DID YOU TELL THEM?

NOTHING, I WANTED TO SEE WHAT WAS GOING ON HERE FIRST. BUT NOW...GOD, CHARLIE--

DON'T TELL THEM ANYTHING, PETE, NOT UNTIL I'VE FINISHED THE FIRST TEST.

I CAN'T DO THAT. MY NAME IS ON THIS THING--SOMETHING *YOU* DIDN'T TELL *ME*--AND IF THIS GOES UP, YOU COULD TAKE THE WHOLE NEIGHBORHOOD WITH YOU.

THAT WON'T HAPPEN!

YOU CAN'T BE SURE OF THAT!

YOU SAID YOU WERE MY FRIEND!

I *AM* YOUR FRIEND, CHARLIE. I'M TRYING TO SAVE *YOUR* LIFE AND *BOTH* OUR REPUTATIONS.

YOU'VE GOT UNTIL TOMORROW MORNING TO DO THE RIGHT THING. EITHER YOU TELL THEM THE TRUTH...OR I WILL.

AND NEVER, EVER LIE TO ME AGAIN, CHARLIE.

Somebody once said no good deed goes unpunished.

And there are days I'd like to find whoever said that and kick his butt, because that line comes to mind way too often in my life.

If I'd had any common sense, I would have turned Charlie in right then and there. Shut down the whole thing. But I wanted to give him a chance to do the right thing, and save a little of his reputation.

Charlie had a good mind, maybe even a great mind, but he was impatient. Science requires patience. But Charlie required something else.

He had something to prove, most of it to people who had forgotten all about him by this point and didn't care one way or another.

He thought he could show them all, prove to them that he was special, that he was *SOMEONE--*

Validation.

FFFFFSSSSSSSSSHHHHHHH!

--that he had that...spark.

...NO...

Yeah. It's true. No good deed goes unpunished.

But this one...*THIS* one was going to cut deep.

TO BE CONTINUED...

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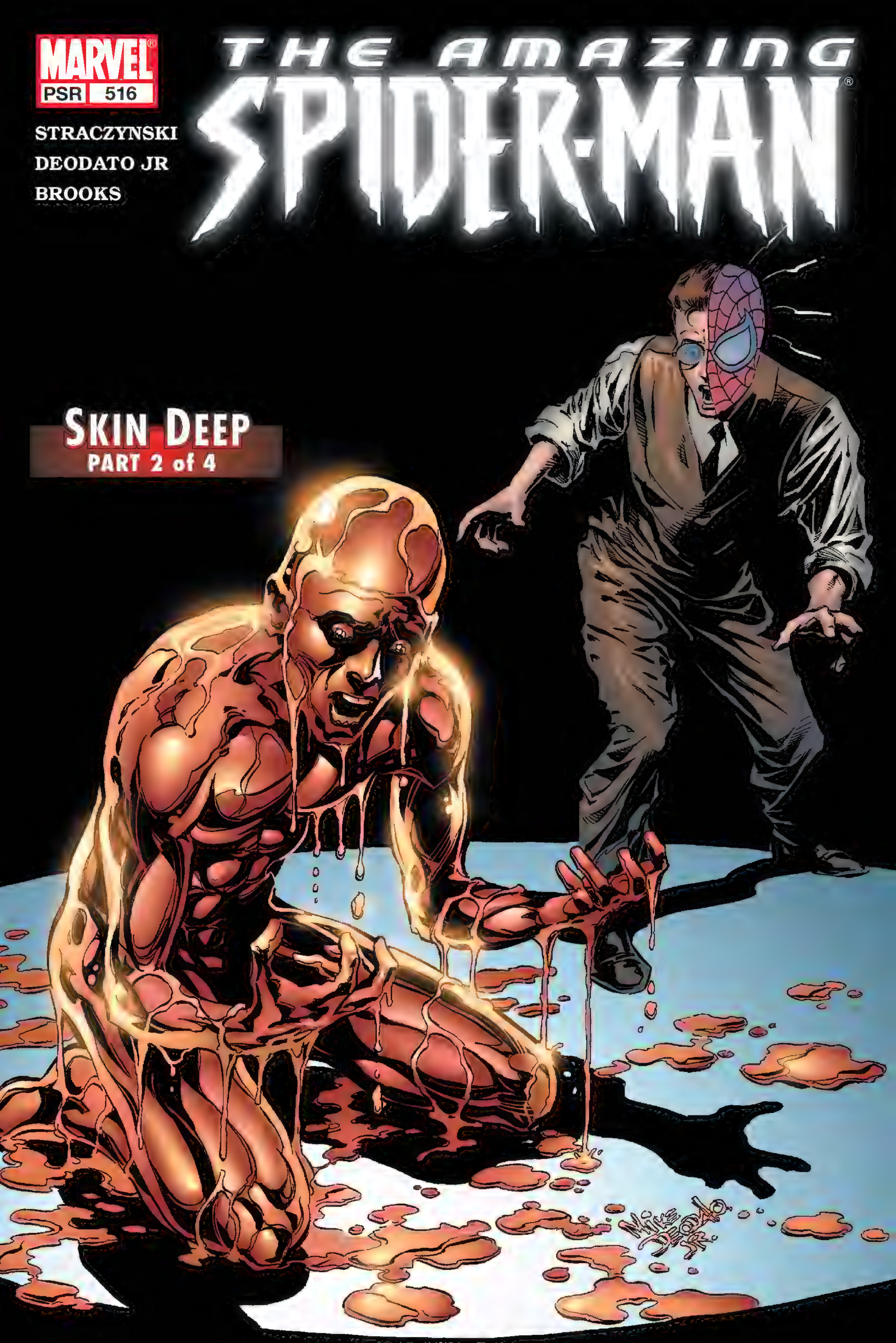
SKIN DEEP
PART 2 of 4



SKIN DEEP

PART TWO

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Last night, on his own, Charlie Weiderman attempted to activate the skinsuit that he hoped to sell to the military, making millions.

I told him the skinsuit was unstable, the result of the Vibranium used in its creation.

He didn't listen.

I wasn't there when the whole place blew sky-high...but I was able to put the pieces together from what I heard later.

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Let's just say it wasn't pretty.

YOU'RE SURE THERE WAS SOMEBODY INSIDE HERE?

THE NIGHT WATCHMAN SAID THE LIGHTS WERE ON AND SOMEBODY WAS WORKING HERE RIGHT BEFORE THE BLAST!

EVEN IF HE'S RIGHT, THERE'S NO WAY IN HELL ANYBODY COULD'VE SURVIVED A BLAST THIS BIG. WHEN IT WENT UP THEY COULD HEAR IT ALL THE WAY TO PATERSON, I --

CHIEF, OVER HERE!

IS HE ALIVE?

I CAN'T TELL...HE'S COVERED IN SOME KIND OF METAL. AND CHECK OUT THE CANISTERS.

CAUTION VIBRANIUM

VIBRANIUM? HOLY...

OKAY, WE CAN'T WAIT FOR A STRETCHER, WE HAVE TO GET HIM OUT OF HERE FAST. THIS WHOLE PLACE COULD GO UP ANY SECOND.

WE'RE COMING OUT AND WE'VE GOT A WOUNDED CIVILIAN. HAVE THE PARAMEDICS STANDING BY AND GET *FEMA* ON THE LINE, STAT!

WE'VE GOT TOXIC SUBSTANCES ON THE GROUND, INCLUDING VIBRANIUM. WE NEED TO GET EVERYBODY WE CAN TO CLEAN THIS OUT BEFORE--

NO...

CHIEF!

LET GO OF ME...YOU CAN'T TELL THEM WHAT HAPPENED... IF THEY FIND OUT...YOU'LL DESTROY EVERYTHING, ALL MY WORK--

LOOK, RIGHT NOW WE'VE JUST GOT TO GET YOU OUT OF HERE--

I SAID LET GO OF ME!

UNNNH!

NO... NO!

COME ON! WE GOTTA GET OUTTA HERE! MOVE!

KER-RASSH!

"WHAT DO YOU MEAN, YOU BROKE IT?"

I DIDN'T BREAK IT, I PUT IT IN THE DISHWASHER AND THE *DISHWASHER* BROKE IT. WELL, CRACKED IT--

WHY DID YOU PUT IT IN THE DISHWASHER?

BECAUSE IT WAS DISGUSTING.

--WHERE THE PRICE OF TIME-WARNER STOCKS FELL THREE PERCENT TODAY, MAINLY DUE TO DEFICIENCIES IN THE PUBLISHING DIVISION--

IT WAS MY CAPTAIN BINKY PLASTIC MUG, I GOT IT OUT OF A BOX OF CAPTAIN BINKY CRUNCHY NUT CEREAL, IT WAS DISGUSTING WHEN I *GOT* IT, THAT WAS PART OF ITS CHARM.

SHOULDN'T YOU BE GETTING READY FOR WORK?

WHY DO EARRINGS NEVER FIT WHEN YOU WANT THEM TO?

I *AM* READY. DO YOU KNOW HOW MANY BOXES OF CRUNCHY NUT CEREAL I HAD TO EAT BEFORE I FOUND THAT MUG?

--WHICH INSIDERS ASCRIBED TO A LACK OF INVENTIVENESS IN ITS GRAPHIC PUBLISHING ARM.

SIX, THAT'S HOW MANY, AND--

SAY, YOU LOOK REALLY CUTE LIKE THAT.

PETER--

NOW, IF THEY'D BEEN OFFERING YOU IN ONE OF THOSE BOXES, I'D HAVE EATEN AS MANY AS...OH, FOUR...MAYBE FIVE--

HEY! ARE YOU SAYING I'M NOT AS ATTRACTIVE AS A STUPID MUG?

MEANWHILE, IN OTHER NEWS--

TO A SIX-YEAR-OLD? NO. NOW, IF WE'RE TALKING HERE THIRTEEN, THEN--

I'M NOT HAVING THIS CONVERSATION ANY MORE. WE HAVE A DRESS REHEARSAL TODAY, AND THIS IS JUST SILLY--

--A MIDNIGHT EXPLOSION ROCKED THE TERMINAL ROW INDUSTRIAL PARK TODAY AS ONE OF THE MAIN RENTAL STRUCTURES ERUPTED IN A BLAST OF FIRE AND SMOKE THAT COULD BE SEEN FOR MILES.

THAT'S WHY I'M *DOING* THIS. I DON'T CARE ABOUT THE MUG, I'M JUST TRYING TO GET YOUR MIND OFF THE DRESS REHEARSAL. YOU'RE GOING TO BE GREAT, AND--

DID HE SAY SOMETHING ABOUT AN EXPLOSION?

ONE NIGHT WATCHMAN WAS KILLED IN THE BLAST, AND ANOTHER WAS SERIOUSLY INJURED.

...OH MY GOD...

HOWEVER, ONE FIREMAN WAS KILLED AND ANOTHER HOSPITALIZED IN CRITICAL CONDITION FOLLOWING AN APPARENT STRUGGLE WITH A SURVIVOR FOUND ON THE SCENE. DETAILS ARE STILL SKETCHY AT THIS TIME--

PETER? WHAT'S WRONG?

PETER? DID YOU HEAR ME? I SAID WHAT'S--

--WRONG?

SIGH.

JUST ANOTHER DAY IN THE PARKER HOUSEHOLD.

Damn it, I knew I shouldn't have left Charlie alone last night.

If he's been hurt, or worse, I'll never forgive my--

YES, HELLO, MRS. APPLETON? PETER PARKER HERE. I'M AFRAID I'M GOING TO HAVE TO CALL IN SICK.

AGAIN.

YES, MRS. APPLETON, I DO UNDERSTAND THE IMPORTANCE OF PROPER NUTRITION.

AND PERSONAL RESPONSIBILITY FOR MY STUDENTS, I GET THAT ONE TOO, I--

YES, MA'AM...YES, MA'AM...YES, MA'AM...

If something went wrong on its own, that's bad enough. I just hope he didn't do anything stupid to make the situation worse.

Because it wouldn't be the first time.

HEY, CHARLIE...YOU OKAY?

YEAH, I...YEAH, I'M OKAY. I JUST--

WHAT HAPPENED TO YOUR EYE?

I...RAN INTO A DOOR. IT WAS STUPID, I TURNED TOO FAST AND--

CHARLIE, C'MON, THIS IS ME. WHAT HAPPENED?

I CAN'T TAKE IT ANY MORE, PETE, I JUST... I CAN'T TAKE IT ANY MORE.

THEY WAIT FOR ME. EVERY DAY. THEY WAIT FOR ME.

"SOME DAYS I TRY TAKING A DIFFERENT ROAD HOME... SOMETIMES I WAIT AT THE LIBRARY FOR AN HOUR AFTER CLASS, FIGURING SOONER OR LATER THEY'LL GET BORED AND MOVE ON.

"SOMETIMES I EVEN LET MYSELF THINK THAT TODAY, JUST TODAY, I CAN GET HOME WITHOUT BEING HASSLED OR BEAT-UP, OR--

"BUT THEY FIND ME. THEY ALWAYS FIND ME. AND THEN...

"...AND THEN...

"EVERY DAY.

"EVERY.

"DAY."

MIDTOWN

HAVE YOU TRIED TELLING ANYBODY?

WHAT ABOUT YOUR FOLKS? I MEAN, THEY'VE GOT TO SEE WHAT'S GOING ON, RIGHT?

THE TEACHERS CAN'T DO ANYTHING, AND IF THEY GET SUSPENDED THEY'LL JUST TAKE IT OUT ON ME TWICE AS BAD.

THEY DON'T SEE WHAT THEY DON'T WANT TO SEE. AND I DON'T WANT THEM TO SEE IT, ANYWAY.

SO I TELL THEM I TRIPPED, AND TORE MY PANTS, OR I FELL IN THE MUD, AND THEY DON'T... THEY DON'T ASK ANY QUESTIONS.

IT'S NEVER GOING TO STOP, PETE. IT'S NEVER, EVER GOING TO STOP UNLESS--

UNLESS SOMETHING HAPPENS. SOMETHING TO MAKE THEM STOP.

LIKE WHAT, CHARLIE?

LIKE WHAT?

This was before the spider changed my life, but I didn't need spider sense to know that this was about to go from bad to worse.

We didn't talk about it again for a few days, but I kept my eye on him. Because sometimes he was so full of rage he was shaking.

Sooner or later, fury like that always comes out.

HEY, WEINERMAN, GET YOUR BUTT OVER HERE.

YOU CAN'T GO THIS WAY. ONLY NORMAL GUYS CAN GO OUT THE BACK WAY. NON-GEEKS. YOU GOTTA GO OUT THE FRONT.

LOOK, IT'S JUST A SHORTCUT, IT--

THEN IT'S FIVE BUCKS. WE GOTTA USE THAT TO PAY FOR THE SPRAY TO CLEAN OUT YOUR STENCH.

CAN'T MAKE ME PAY JUST TO--

WHAT'D YOU SAY, BUTTWIPE? DID YOU JUST SAY *NO*?

Then I saw it.

LOOK, I DON'T WANT ANY TROUBLE--

YEAH, WELL, TROUBLE IS WHAT YOU'RE GONNA GET, YOU SON OF A--

STAY BACK! I MEAN IT, I--

Saw the knife in his hand.

OOOF!

WHAT THE-- *HEY!*

SORRY, I GOT MY FOOT CAUGHT IN A STUPID GOPHER HOLE AND--

HEY... HEY!

HE WAS PULLING A KNIFE ON US! HE--

OKAY, WHAT'S GOING ON HERE?

WHAT'RE YOU GUYS UP TO? SHOULDN'T YOU BE--

OKAY, HANG ON, WHAT'S THIS?

ALL RIGHT, WHOEVER OWNS THIS, YOU HAVE TEN SECONDS TO SAY SO OR I'M GOING TO SUSPEND ALL OF YOU RIGHT NOW.

NINE, EIGHT--

WEINERMAN, HE--

IT'S MINE.

YEAH, I...IT'S MY UNCLE'S FAVORITE KNIFE. I BROUGHT IT SO I COULD SHARPEN IT IN SHOP CLASS TO, YOU KNOW, SURPRISE HIM.

PARKER?

UH-HUH.

ANYBODY ELSE GOT ANYTHING TO SAY ABOUT THIS?

OKAY, PARKER. YOU, ME, THE VICE PRINCIPAL'S OFFICE. RIGHT NOW. THE REST OF YOU, GET GOING, I DON'T WANT TO HEAR A PEEP FROM ANY OF YOU.

YOU REALLY THINK HE--

SHUDDUP... WE'LL DEAL WITH THIS LATER.

It was the only way to keep Charlie from doing something stupid. But I figured I was sunk for sure.

When they called Uncle Ben, he got there in twenty minutes, ready to chew through solid steel. He didn't sound any happier as the vice principal explained what happened.

I had only two things going for me.

OUT. YOUR UNCLE WILL TAKE YOU HOME. IF IT WAS ANYBODY ELSE, YOU'D BE EXPELLED OR SUSPENDED. AS IT IS, YOU'VE GOT TWO WEEKS OF DETENTION.

The first thing was that I was not only an honor student, I was so quiet, so square, so by-the-book that they knew there was no way I'd bring a knife to school to do anything bad with it.

It was, you understand, a different world then.

The second thing I had going for me was Uncle Ben. Not because he would go easy on me. Definitely not that. But he did the one thing very few adults ever did when I was a kid.

He asked questions, he listened to the answers, and most of all, he ***TRUSTED*** me.

OKAY, PETER, HERE'S THE DEAL.

I BACKED UP YOUR STORY, I TOLD THEM IT WAS MY KNIFE. BUT IF I'M GOING TO LIE ON YOUR BEHALF, IT HAD BETTER BE FOR ONE HELL OF A GOOD REASON.

SO I WANT THE WHOLE TRUTH. EVERY BIT OF IT. AND THEN I'LL DECIDE IF I'M GOING TO REGRET MY DECISION.

So I told him.

I told him everything. He didn't say a word the whole time, not until I'd finished. Then he was quiet for a long moment, and you know what he said?

He said, *"I'm proud of you, Peter. You did the right thing."*

Can you imagine?

God, but I miss him. I miss him every day.

Because what Ben understood is that sometimes, if you don't intervene in time, things have a way of blowing up in your face.

Who knew the metaphor would end up being this literal?

OKAY, SO WHAT'VE WE GOT?

WE'VE CONTACTED THE OWNER OF THE FACILITY, WHO CONFIRMED THAT IT WAS LEASED TO A CHARLES A. WEIDERMAN, RESIDING AT 1423 CLEMENTINE AVENUE.

WE'VE CALLED THE RESIDENCE THREE TIMES, NO ANSWER, SO A UNIT HAS BEEN DISPATCHED TO THAT ADDRESS TO SEE IF HE'S THERE.

GOOD. HOW ARE WE ON CONTAMINATION?

SO FAR THE DAMAGE SEEMS CONFINED TO THE IMMEDIATE VICINITY. HE WAS WORKING WITH A LOT OF HEAVIER COMPOUNDS, WHICH MINIMIZED THE DEGREE OF SPREAD CAUSED BY THE BLAST.

SOME OF THE CHEMICALS ARE PRETTY TOXIC, AND COULD HAVE PSYCHOTROPIC EFFECTS IF ABSORBED INTO THE SKIN. STILL, ACCORDING TO THE INVOICES, MOST OF IT WAS LEGALLY PURCHASED AND LICENSED.

HE WAS ***NOT***, HOWEVER, PROPERLY LICENSED TO USE SOME OF THE MORE VOLATILE COMPOUNDS, INCLUDING VIBRANIUM.

I THOUGHT VIBRANIUM WAS PRETTY STABLE.

NORMALLY, IT IS. IF I HAD TO GUESS FROM WHAT I'VE SEEN, I THINK THEY WERE TRYING TO MOVE IT FROM A SOLID INTO A LIQUID FORM USING SOME FAIRLY VOLATILE MEDIUMS THAT CHANGED THE NATURE OF THE COMPOUND AT THE MOLECULAR LEVEL.

AT SOME POINT THERE WAS A REACTION, AND INSTEAD OF ABSORBING THE ENERGY USED IN THE PROCESS, THE VIBRANIUM AMPLIFIED IT UNTIL IT REACHED CRITICAL MASS.

Damn it, Charlie, I tried to warn you.

ANY WAY YOU SLICE IT, THERE WERE INSUFFICIENT SAFEGUARDS, THE SITE WAS WORKING ON UNLICENSED PROCESSES--

SO AT MINIMUM, WE'RE LOOKING AT MANSLAUGHTER CHARGES, MAYBE SECOND-DEGREE MURDER. OR FIRST, GIVEN WHAT HAPPENED THIS MORNING.

WE STILL DON'T HAVE AN I.D. ON HIM YET. WE'VE PUT OUT AN A.P.B., BUT SO FAR NOTHING. BUT SINCE THE GUY WAS COVERED IN THE SAME KIND OF METAL WE FOUND IN THE LAB, IT'S NOT LIKE HE CAN HIDE FOR LONG.

FEMA

ANY MORE INFORMATION ON THE SUSPECT?

WE'LL FIND HIM, SOONER OR LATER.

MACKIE? WHAT IS IT?

I'M NOT SURE...

"...I THOUGHT I SAW SOMETHING MOVING."

Okay, since Charlie was the only one still working at the lab last night, we have two options.

Option One: Charlie was working when someone attacked him and got himself covered with a Vibranium skinsuit, maybe intentionally, maybe not.

Option Two: because I told Charlie I wasn't going to cover up for him, he did something profoundly stupid like rush things in order to prove that he could control the process.

GEE WHIZ, MR. PARKER, WHAT DO YOU THINK THE ODDS ARE ON OPTION TWO?

NOK NOK

COMING...

NOK NOK NOK NOK

Either way, he's in trouble. If it's Option One, I may have to find him and save him from whoever did this.

If it's Option Two, then I don't have to worry, because sooner or later--

--he'll find me.

YOU HAVE TO HELP ME, PETE...PLEASE, YOU HAVE TO HELP ME!

Because it wouldn't be the first time...and because no good deed goes unpunished.

YOU HAVE TO HELP ME, PETE...PLEASE, YOU HAVE TO HELP ME!

WHAT HAPPENED?
TIRES... SOMEBODY SLASHED THEIR TIRES, AND THEY THINK IT'S ME--
DID YOU--
PETER?
WHAT'S GOING ON? I--
CHARLIE? ARE YOU OKAY?
THEY'RE AFTER ME...YOU HAVE TO LET ME HIDE HERE--
SON, IF YOU'RE IN SOME KIND OF TROUBLE, WE SHOULD CALL THE POLICE--
NO! NO POLICE! THAT'LL JUST MAKE THEM MADDER! WE--
WEINERMAN! GET YOUR SORRY BUTT OUT HERE!
OKAY, NOW HOLD ON, IF YOU'VE GOT A PROBLEM, THERE ARE WAYS TO--
THE LITTLE FREAK SLASHED MY TIRES! ALSO HIS, HIS... AND TEDDY'S OVER THERE.
DO YOU *KNOW* IT WAS HIM? DID YOU *SEE* HIM DO IT?
WE DON'T HAVE TO SEE HIM DO IT TO KNOW IT WAS HIM!
LOOK, MISTER, WE GOT NO BEEF WITH YOU, SO JUST GIVE US WEINERMAN AND--
NO.
NO?
NO.
BEN, MAYBE I SHOULD CALL THE--
NOW, YOU'VE GOT ONE CHANCE TO GET THE HELL OUT OF HERE OR THERE'S GOING TO BE TROUBLE. BECAUSE THE ONLY WAY YOU'RE GETTING IN THAT HOUSE IS TO GO THROUGH ME.

HEY, YOU KNOW WHAT?

I GOT NO PROBLEM WITH THAT.

OOOOOOFF!

ANYBODY ELSE WANT TO EXPERIENCE FIRSTHAND WHAT YOU CAN LEARN IN ARMY BASIC TRAINING?

NO?

THEN I SUGGEST THE BUNCH OF YOU CLEAR OUT NOW, BEFORE WE *DO* CALL THE POLICE.

GO ON... SCAT!

Have I mentioned recently how much I miss him?

BEN, ARE YOU--

I'M FINE, MAY.

MR. PARKER, I CAN'T THANK YOU ENOUGH FOR--

SAVE IT.

I'VE JUST GOT ONE QUESTION FOR YOU, CHARLIE. DID YOU SLASH THEIR TIRES?

MR. PARKER, I--

DID YOU DO IT?

NO, OF COURSE NOT, I--

--I--NO, I'D NEVER DO A THING LIKE THAT, I...

YOU DO BELIEVE ME, DON'T YOU?

NO, CHARLIE, I DON'T BELIEVE YOU.

UNCLE BEN, WAIT, I--

PETER, YOU ARE FORBIDDEN TO ASSOCIATE WITH THIS INDIVIDUAL ANY LONGER.

IF YOU'D HAD THE BASIC MORAL COURAGE TO ADMIT WHAT YOU'D DONE, I COULD AT LEAST RESPECT YOU. BUT NOW--

YOU HAVE HALF AN HOUR, ENOUGH TIME FOR THOSE CREEPS TO MOVE ON. THEN YOU'RE TO GET OUT OF THIS HOUSE AND NEVER RETURN.

PETER, YOU'RE SMART, REAL SMART, AND YOU'RE GOING TO HAVE A HARD TIME OF IT. YOU'RE ALSO A GOOD KID, AND IF YOU START HANGING OUT WITH THE WRONG CROWD--

"--THERE'S NO TELLING WHERE YOU MIGHT END UP."

IT WAS A MISTAKE, THAT'S ALL...I WAS TRYING TO ACCELERATE THE PROCESS AND--

AND YOU SCREWED UP. YOU DID EXACTLY WHAT I TOLD YOU NOT TO DO.

I CAN FIX IT--

CHARLIE, TWO PEOPLE ARE *DEAD* AND A BUNCH MORE ARE HURT. HOW DO YOU *FIX* THAT? THEY SAW YOU--

THEY SAW *THIS*...HOW I *LOOK*... BUT THEY STILL DON'T KNOW IT'S *ME* UNDER THE SKINSUIT. IF I CAN GET IT OFF, I CAN AT LEAST SAY I WASN'T THERE--

AND THEN WHAT?

I...WELL, I WAS THINKING I COULD SAY I WAS WORKING, AND SPIDER-MAN BROKE INTO THE PLACE. THERE WAS A FIGHT, AND--

C'MON, YOU READ THE *BUGLE*, PEOPLE WOULD BELIEVE IT. DON'T YOU THINK IT'S A GOOD IDEA?

NO.

I DON'T.

PETE, I NEED YOUR HELP. I CAN'T GO BACK TO THE LAB, BUT YOU CAN GET ME THE MATERIAL I NEED TO TRY AND GET THIS OFF. I...I HADN'T GOTTEN TO THAT PART OF THE PROCESS YET, BUT I THINK I KNOW HOW TO DO IT.

IT'LL COST A LOT, AND I CAN'T GET TO MY ACCOUNTS LIKE THIS, BUT IF YOU CAN JUST--

NO.

LISTEN TO ME. YOU'RE IN SHOCK, NOT THINKING RIGHT. THEY SAID THERE COULD BE SOME PSYCHOLOGICAL EFFECTS FROM SKIN CONTACT WITH THAT MATERIAL.

YOU'RE RIGHT, YOU NEED HELP. BUT THE ONLY WAY YOU'RE GOING TO GET IT IS IF YOU TURN YOURSELF IN.

NO, I CAN'T... YOU HAVE TO HELP ME.

I'M *TRYING* TO!

NO...YOU WANT ME IN JAIL SO YOU CAN TAKE THE CREDIT FOR MY WORK! YOU'VE ALWAYS KNOWN I'M SMARTER THAN YOU!

CHARLIE, DON'T BE RIDICULOUS--

DON'T YOU TALK TO ME LIKE THAT!

KRASH!

NOW YOU LISTEN TO *ME*...YOU'RE GOING TO *HELP* ME, PETE...YOU'RE GOING TO HELP ME GET *OUT OF THIS*--

OR I SWEAR I'LL KILL YOU AND EVERYONE AROUND YOU!

TO BE CONTINUED...

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STRACZYNSKI
DEODATO JR
BROOKS

THE AMAZING SPIDER-MAN

SKIN DEEP
PART 3 of 4

IT'S *YOUR* FAULT I RUSHED THE EXPERIMENT!

YOUR FAULT THAT I ENDED UP LIKE THIS!

YOUR FAULT THAT THOSE PEOPLE ARE DEAD!

AND *YOU'RE* GOING TO HELP ME GET OUT OF THIS OR--

OKAY, OKAY, THERE'S NO NEED FOR THREATS. LET'S JUST...DEAL WITH THIS ONE PROBLEM AT A TIME, ALL RIGHT?

SKIN DEEP

PART THREE

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Got to be careful...between the chemicals in the skinsuit, and the fact that Charlie was never exactly that stable in the first place, this could go very bad, very fast.

YOU SAID IT YOURSELF, THE ONLY WAY TO KEEP THE POLICE FROM ASSOCIATING YOU WITH THE EXPLOSION AT THE LAB IS TO GET THAT SKINSUIT OFF...BUT THAT REQUIRES RESOURCES AND MONEY WE DON'T HAVE--

NO, YOU'RE WRONG.

I SAID I CAN'T ACCESS MY ACCOUNTS, NOT IN THE AMOUNTS I NEED, LOOKING LIKE THIS. BUT IT'LL TAKE THEM AT LEAST A DAY TO FREEZE WHAT'S LEFT OF THE MONEY FROM STARK INDUSTRIES, AND WE CAN GET THE MONEY OUT BEFORE THEM.

THAT IS, *YOU* CAN GET IT OUT.

I'LL GO BY MY PLACE, SEE IF I CAN GET TO MY CHECKS. I'LL WRITE ONE OUT TO YOU FOR EVERYTHING THAT'S LEFT. I'LL MEET YOU AT THE UNITED BANK ON THIRD IN TWO HOURS, THEN WAIT WHILE YOU GO IN AND CASH IT.

CHARLIE, THAT'S AN AWFUL LOT OF MONEY, I--

I KNOW.

SO LIKE I SAID, I'LL BE THERE, WATCHING. IF ANYTHING GOES WRONG, IF YOU TRY ANYTHING...IT'S NOT JUST YOU THAT'LL PAY THE PRICE. IT'S EVERYONE AND EVERYTHING YOU LOVE.

SEE, THAT'S THE ONLY DIFFERENCE BETWEEN US. YOU GOT LUCKY. YOU HAD FAMILY, AND FRIENDS, AND YOU GOT MJ AND...AND YOU HAD EVERY BREAK I NEVER HAD.

WELL, NOW THAT'S GOING TO CHANGE. YOU'RE GOING TO GIVE ME MY BREAK. I SUFFERED FOR IT AND I'M ***ENTITLED*** TO IT. SO DON'T SCREW IT UP.

Did I actually think that this ***COULD*** go very bad, very fast?

COULD implies the future tense.

This is ***ALREADY*** real bad.

I should've ***KNOWN*** this was going to happen. Friend or not, guilt over the past or not, I should've known better.

When am I going to learn to listen to the fairy godmother voice in the back of my head that tells me when I'm about to do something massively stupid?

YOU SEE, PETER, THERE ARE TWO KINDS OF PEOPLE IN THE WORLD. THOSE WHO LOOK FORWARD TO WHAT THEY'RE GOING TO DO, AND WHAT THEY'RE GOING TO BE IN THE FUTURE...AND THOSE WHO LOOK TO THE PAST FOR REASONS WHY THEY CAN'T BE ANYTHING MORE THAN WHAT THEY ARE.

THEY BLAME EVERYONE ELSE FOR THEIR MISTAKES, AND SO THEY CAN NEVER MOVE FORWARD.

SO IF SOMEBODY LIKE THAT COMES ASKING FOR A FAVOR...TELL 'EM TO DROP DEAD.

NOW PUT DOWN THAT GLASS SLIPPER, GO OUT THERE AND GET ME SOME PICTURES OF THE ROYAL BALL.

Okay, that settles it. I am in need of some serious, serious counseling.

"SORRY, PAL, YOU CAN'T GO IN THERE."

SEVEN DAYS LEFT UNTIL THE WORLD PREMIERE OF

CATS ALWAYS LIE

A NEW PLAY BY FETTES GREY

THIS IS AN EMERGENCY--

IS IT? BECAUSE I DON'T HEAR ANY POLICE SIRENS, AMBULANCES OR FIRE TRUCKS...AND *THAT'S* WHAT I'D SAY IS AN EMERGENCY.

LOOK--

HAS *ANYONE* BEEN INJURED OR KILLED, PAL?

NOT--

--YET.

THEN I CAN'T HELP YOU.

YOU SEE THAT RED BULB? THAT TELLS ME WHEN THEY'RE READY TO TAKE AN ACT BREAK ON THE DRESS REHEARSAL. UNTIL THEN, NOBODY WALKS INSIDE. DIRECTOR'S ORDERS.

AND HOW LONG UNTIL THE ACT BREAK?

...FOUR, THREE, TWO, ONE...

NOW. YES, IT WAS JUST TEN SECONDS, BUT AS MICHELANGELO SAID, *"TRIFLES MAKE PERFECTION, AND PERFECTION IS NO TRIFLE."* APRÈS VOUS.

BIG CHIN SON OF A--

WHAT WAS THAT, SIR?

NOTHING, I JUST COUGHED.

OKAY, AND THAT'S CURTAIN, AND WE'LL BREAK FOR FIVE. STEVEN, I NEED TO SEE YOU FOR A SECOND--

I KNOW, I KNOW, I BLEW MY CUE, I'M SORRY--

...PETER?

PETER, ARE YOU ALL RIGHT?

NO. LISTEN, I NEED TO TALK TO YOU, I--

DOESN'T THAT GET KIND OF DRAFTY?

PETER, IT'S A *BEDROOM* FARCE.

MJ, I'VE NEVER EVEN SEEN THAT IN *OUR* BEDROOM.

NOT THAT I WOULDN'T MIND, BUT--

PETER...

RIGHT, RIGHT...

LISTEN...WHEN YOU'RE DONE HERE, I WANT YOU TO SWING BY AND GET AUNT MAY, AND CHECK BOTH OF YOU INTO A HOTEL.

WHY?

THINGS WITH CHARLIE HAVE GONE SOUTH IN A BIG WAY. I THINK I CAN TURN IT AROUND, BUT THE THING IS, HE KNOWS WHERE WE LIVE, HE KNOWS WHERE MAY LIVES, AND I WANT TO MAKE SURE YOU'RE OKAY IF THINGS BLOW UP.

"PETER, IS THIS THE SAME CHARLIE WEIDERMAN WE'RE TALKING ABOUT? I THOUGHT YOU SAID HE WAS THE BIGGEST GEEK SINCE--

"--WELL, SINCE YOU."

EMERGENCY 9-1-1

"HE WAS, MJ. BUT YOU OF ALL PEOPLE SHOULD KNOW THAT SOMETIMES THINGS CHANGE.

"AND WHEN THEY CHANGE, THEY CHANGE FAST...

"...AND NOT ALWAYS FOR THE BETTER."

MJ...

RIGHT--

DON'T WORRY ABOUT US, PETER...YOU JUST DO WHAT YOU HAVE TO. WE'LL BE FINE.

"WITH ANY LUCK, THIS WON'T BE AS BAD AS YOU THINK."

--CONTINUING OUR COVERAGE OF THE MASSIVE EXPLOSION LAST NIGHT AT THE DELANCEY INDUSTRIAL PARK.

AS REPORTED FIRST IN OUR BROADCAST THIS MORNING, THE FACILITY IN QUESTION WAS RENTED TO A MR. CHARLES WEIDERMAN, WHO HAS NOT BEEN SEEN SINCE THE BLAST THAT ROCKED THIS END OF TOWN.

THOUGH WE HAVE NOT YET BEEN ABLE TO LEARN MUCH ABOUT MR. WEIDERMAN, ONE INDIVIDUAL HAS COME FORWARD WHO SAYS HE KNEW HIM IN EARLIER YEARS.

NO...NO...

YEAH, I KNEW CHARLIE WEINERMAN--I MEAN, WEIDERMAN--WHEN I WAS IN SCHOOL, BACK WHEN IT WAS STILL CALLED MIDTOWN HIGH.

I WAS WATCHING TV IN MY HOUSE BACK THERE WITH MY WIFE, AND WE WERE JUST, Y'KNOW, SNUGGLING--

RICH, WE'RE ON TEEVEE... GIGGLE....

ANYWAY, I SAW THE NAME AND THE PICTURE, AND I SAID TO HER, HEY, SHEILA, THAT'S THAT GUY WE KNEW FROM HIGH SCHOOL!

BECAUSE I'M A GOOD GUY, I DID ALL I COULD TO HELP HIM, Y'KNOW? BE A FRIEND AND ALL. BECAUSE THAT'S JUST THE KIND OF PERSON I AM, Y'KNOW?

BUT SOME PEOPLE JUST DON'T APPRECIATE THAT...Y'KNOW?

TELL YOU THE TRUTH, HE WAS A WEIRD GUY, EVEN THEN.

HOW SO?

WELL, HE WAS JUST WEIRD, Y'KNOW? NEVER GOT ALONG WITH ANYBODY. AND I MEAN ANYBODY.

MIDTOWN! MIDTOWN! SHOUT IT LOUD!

STAND UP TALL! STAND UP PROUD!

GET OUT THERE, DON'T TAKE ALL NIGHT! GET OUT THERE AND FIGHT!

FIGHT!

FIGHT!

YEAH, SHE'S SOMETHING ELSE, Y'KNOW?

I... ER, I MEAN...

YOU WANNA MEET HER?

NO, I...THAT IS, I SHOULDN'T REALLY--

HEY, NO THANKS NECESSARY. I'VE BEEN KINDA HARD ON YOU, SO THIS IS THE LEAST I CAN DO TO MAKE UP FOR IT, RIGHT?

WELL, I--

EXACTLY.

HEY, SHEILA, I WANT YOU TO MEET YOUR BIGGEST FAN.

WELL, I WOULDN'T SAY *THAT*, I--

MY BIGGEST FAN? AWWW, THAT'S SO *SWEET*.

SO WHICH OF MY MOVES DID YOU LIKE THE BEST?

WELL, I...ALL OF THEM, YOU WERE GREAT. I MEAN, REALLY GREAT? YOU'RE--

WHAT? I'M WHAT?

YOU'RE... I MEAN...

I THINK YOU'RE BEAUTIFUL.

YOU THINK I--

OH, THAT'S SO *SWEET*. DO YOU REALLY THINK I'M BEAUTIFUL? BECAUSE... WELL, IT'S JUST SUCH A *COINCIDENCE*, SEE--

--BECAUSE MY *BOYFRIEND* THINKS I'M BEAUTIFUL TOO.

WHOOO! GO, SHEILA! WOO-HOO!

HEY...DID I SAY YOU COULD LEAVE?

GOTTA GET SHEILA A SOUVENIR FROM HER BIGGEST FAN.

HEY! LET GO! LET GO!

NO... NO!

OH, *PERFECT!*

FOR THE COLLECTION.

AH-HAA! WHOOOOOO! HOW ROMANTIC! LOOK, IT'S CAPTAIN AMERICA! WHEEEEOOOO!

LOVE ME?

ALWAYS.

REMEMBER ME?

"ALWAYS."

WE SAW THE EXPLOSION ON THE NEWS, IT WAS JUST AWFUL.

YOU THOUGHT YOU WERE SO SMART, THOUGHT YOU WERE **BETTER** THAN ME, BUT YOU'RE A LOSER, CHARLIE. YOU'VE ALWAYS **BEEN** A LOSER AND YOU'RE ALWAYS GONNA BE A LOSER.

WE JUST HOPE HE'S OKAY, Y'KNOW?

BUT ME, I'VE GOT IT ALL...A GOOD JOB, A SEXY, BEAUTIFUL WIFE, AND NO MATTER WHAT YOU DO NOW, YOU'RE STILL GONNA GO TO JAIL.

YOUR WHOLE LIFE IS OVER.

WEINERMAN.

GOOD JOB.

SEXY WIFE.

BUT STILL LIVING IN YOUR DAD'S OLD HOUSE, I SEE.

GOOD. THAT WILL MAKE THIS SIMPLER.

HONEY? THERE'S SOME MORE REPORTERS DOWNSTAIRS WHO WANT TO SEE YOU.

BE RIGHT THERE...JUST GOTTA LOOK GOOD FOR THE CAMERAS.

STRIKE WHILE THE TV IRON IS HOT, RIGHT?

RIGHT!

SHEILA? WHERE'S MY PANTS?

WHAT?

I SAID WHERE'S MY PANTS, I--

FUNNY...I ASKED THAT VERY SAME QUESTION, ONCE UPON A TIME.

YOU THOUGHT IT WAS AWFULLY FUNNY.

DO YOU *STILL* THINK IT'S *FUNNY?*

GUCCCH!

SINCE YOU NEVER PAID ATTENTION IN SCIENCE CLASS... EXCEPT TO COPY FROM OTHER PEOPLE'S TESTS...LET ME GIVE YOU A FREE AFTER-CLASS LESSON.

WHAM!

VIBRANIUM CAN ABSORB THE SOUND OF AN ATOMIC EXPLOSION AND TURN IT INTO A WHISPER.

OR, PROPERLY ATTUNED, IT CAN VIBRATE AT A FREQUENCY THAT CAN SHATTER LEAD AND SPLIT DIAMONDS.

SO I'VE BEEN WONDERING WHAT IT COULD DO TO HUMAN FLESH AND BONE. AND I NEED A TEST SPECIMEN.

SATISFACTORY PARTICIPATION WILL BE HALF YOUR GRADE, SO PAY ATTENTION.

NO...NO... NOOO!

AAAAAAAAAAAAGHHH!

Where is he?

Charlie should have shown up by now, but there's not a trace of--

Good old spidey-sense... now where is he? Where --

Bingo.

Now all I need is a justification to go down there and get involved.

Fortunately, in his current condition, that won't be hard.

Sorry, Charlie.

WHAT THE--DAMNED WIND!

EEEE!

IT'S THE GUY THE POLICE HAVE BEEN LOOKING FOR!

RUN!

SHUT UP! SHUT UP! YOU'LL RUIN EVERYTHING!

TOO LATE FOR THAT, PAL.

Have to be careful, can't say or do anything that would make him look or listen too carefully.

He's getting more and more deranged from the stress and the skinsuit, but he's still smart, and that makes him deadly... and dangerous to my identity.

LOOK, BUDDY, WE DON'T HAVE TO FIGHT. I HEARD WHAT HAPPENED, AND I DON'T WANT TO HAVE TO HURT YOU--

NO ONE HURTS ME! NO ONE!

OBOY...

YOU'RE JUST LIKE ALL THE REST! BUT I'M NOT GOING TO LET YOU STOP ME! I WON'T!

He's stronger than I expected, and he seems to get stronger the madder he gets.

Great, the last thing I needed... Hulk Lite.

Webs are the best chance I have to capture him without hurting him.

YOU KNOW, ON ONE LEVEL, I'M LOVING THE SUIT, BUT IT JUST SCREAMS OUT FOR SOME ACCESSORIZING.

--nuts, the coat took most of it. Well, just have to try again and--

AND HAVING JUST COME FROM THERE, I HAVE TO TELL YOU THAT WEBS ARE ALL THE RAGE IN PARIS THESE DAYS.

Got him! Now maybe that'll--

SEE SPECTACULAR SPIDER-MAN #23! ON SALE NOW, TRUE BELIEVER!

Oh my God...

...he's covered in blood! Did I hurt him or--

No. No, I didn't.

That's not his blood.

CHARLIE...? CHARLIE, WHAT DID YOU--

HOW DID YOU...HOW DID YOU KNOW MY--

WAIT--

THAT WASN'T AN ACCIDENT, YOU WERE *WAITING* FOR ME!

Oh, no...

THAT CAN ONLY MEAN...

PARKER! *PARKER!*

HE TOLD YOU I WOULD BE HERE, DIDN'T HE? WARNED YOU.

Whew...okay, so far so good... sorta.

I KNEW HE COULDN'T BE TRUSTED! I *KNEW* IT!

HE'LL HAVE TO BE DEALT WITH NOW, JUST LIKE THE REST.

Okay, *NOT* so good.

Have to wrap him-- and this-- up fast.

IF YOU THINK THAT CAN STICK TO A SUBSTANCE CAPABLE OF VIBRATING AT MILLIONS OF OSCILLATIONS PER SECOND--

--THEN YOU'RE NOT NEARLY AS SMART AS I'D HEARD. NOW IT'S MY TURN, AND YOU KNOW WHAT?

I THINK I'M STARTING TO ENJOY THIS.

NO...NO!

NO!

Have to time this just right!

LOOK OUT! RUN!

UHHNNNNH!

I KNEW... THERE WAS A REASON...I DON'T LIKE SUVs...

GOT IT! NOW TO--

WHUMMP!

--NUTS.

Have to pick up his trail, fast, before anybody else gets hurt.

CLICK! CLICK!

CLICK! CLICK!

WHEEEEOOOOOWHEEEEOOOOOWHEEEEOOO

KRASH!

I TOLD PARKER... I WARNED HIM. BUT HE DIDN'T LISTEN.

I TOLD HIM THAT IF HE BETRAYED ME AGAIN, I WOULD DESTROY EVERYONE AND EVERYTHING HE LOVES.

NOW HE HAS TO UNDERSTAND--

--I NEVER, EVER BLUFF.

AUNT MAY? YOU THERE? IT'S CHARLIE. PETER'S FRIEND.

LET ME SHOW YOU HOW LITTLE HE THINKS YOUR LIFE IS WORTH.

To be continued...

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STRACZYNSKI
DEODATO JR
BROOKS

THE AMAZING SPIDER-MAN®

SKIN DEEP
PART 4 of 4

JUSKO 04

Now that Charlie suspects Peter Parker betrayed him to Spider-Man, it's only a matter of time before he decides to turn his attention in that direction.

The first good thing is that I had MJ collect May and get both of them to a hotel, to keep them safe.

The second good thing is...is...

I really need to get some second good things.

--AN ARTIST'S CONCEPTION OF THE ASSAILANT--

SKIN DEEP PART FOUR

J. MICHAEL STRACZYNSKI	MIKE DEODATO	JOE PIMENTEL	MATT MILLA	VC'S CORY PETIT	JOE QUESADA
WRITER	PENCILS	INKER	COLORIST	LETTERER	EDITOR IN CHIEF

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	PENCILS	INKER	COLORIST	ASSOCIATE EDITOR	EDITOR	PUBLISHER

--AN INDIVIDUAL ENCASED IN A KIND OF BRONZE OR COPPER ARMOR, WHO WAS SEEN FLEEING THE SCENE WHERE A YOUNG MARRIED COUPLE WERE HORRIBLY MURDERED.

Say what?

POLICE HAVE THUS FAR RELEASED FEW DETAILS ABOUT THE DOUBLE SLAYING, EXCEPT TO CONFIRM THAT THE SUSPECT MATCHES THE DESCRIPTION OF AN INDIVIDUAL WHO ATTACKED AND CAUSED THE DEATH OF TWO FIREFIGHTERS IN THE AFTERMATH OF AN EXPLOSION IN A LOCAL INDUSTRIAL PARK.

No...!

I knew Charlie had flipped, but I assumed he'd take his anger out on me, not--

Nuts.

Okay, Charlie, if there were any kid gloves on earlier, they're sure as hell off now. I--

Oh, no...

That smoke... it's coming from my apartment!

No time for pretense or secret identities now... have to get in and make sure nobody's hurt, make sure MJ got out.

HELLO... IS ANYBODY HERE? HELLO!?

Can't see a thing in this smoke... spider-sense is ringing like a bell. With the fire on all sides, danger all around me, it's hard to pick up on anyone--

--behind me!

WHERE'S PARKER? WHERE IS HE?

OH, I DON'T KNOW ABOUT THAT...I'D SAY I'VE TOUCHED THEM.

HE'S SAFE. THEY'RE *ALL* SAFE, WHERE YOU CAN'T TOUCH THEM.

WHAT ARE YOU... WHAT DID YOU DO?

WHAT DID YOU DO?

My blows aren't even fazing him. The Vibranium in the skinsuit just absorbs the impact...got to try something else before--

OH, NO...YOU'RE NOT GOING ANYWHERE.

LOOKS LIKE ALL I HAVE TO DO NOW IS HOLD ON. MY SKIN IS FIREPROOF... IS *YOURS?*

Can't get loose... bad enough he's super-strong in that thing, but the smoke and heat is getting to me... can't breathe...webs don't work on him...

But they *WILL* work on the ceiling.

Ribs ready to break...just one chance at this... one...two...

THREE!

WHAT THE--

That did it...as strong as he is, he's not used to it...let go out of instinct when the ceiling came down at us...now just have to get out of here...but...can't see...

Can't tell...where the door is...or the window... if I stand up I'll be overcome by smoke... already halfway there...

Hey, MJ...how's your day been? Mine sucks...

And I guess...if I can't get to you through the door... or the window...then I'll just do...what I did...to get you in the first place.

I'll make my *OWN* way.

If he's touched you...if he's harmed you...

...I'll never forgive... myself...

Head spinning from the smoke...but I can't rest... can't stop until he--

...he...

UHNH...

"And what have we learned from this exercise, class?"

WE'VE LEARNED THAT MATTER EXISTS IN THREE STATES: GAS, LIQUID AND SOLID. FURTHER, WE'VE SEEN THAT MATTER CAN BE MOVED FROM ONE STATE TO ANOTHER, IN WAYS THAT ARE OFTEN QUITE DRAMATIC.

GAS
LIQUID

THE KEY, OF COURSE, IS THE DIFFERING SPEED AT WHICH THE MOLECULES-- WHICH IF WE REMEMBER YESTERDAY'S LESSON ARE ALWAYS IN MOTION-- VIBRATE WITHIN THE MATERIAL WE'RE LOOKING AT.

HEY, CUT IT OUT!

STATE
GAS
LIQUID
SOLID

I DIDN'T THROW ANYTHING--

YES, YOU DID. YOU HIT HIM WITH A VOLLEYBALL.

THAT WAS YEARS AGO, CHARLIE!

YOU ALWAYS RUIN EVERYTHING!

YEAH...AND HOW AM I SUPPOSED TO STUDY WHEN I KNOW I'M GOING TO TURN INTO *YOU?*

HEY!

NOW, STUDENTS, DON'T FIGHT.

HE STARTED IT! *HE'S* THE ONE WHO GOT BIT BY THE SPIDER!

NUH-UH. THAT DOESN'T EVEN HAPPEN FOR ANOTHER *YEAR.* THAT'S ALL *YOU.*

SO, IF WE CAN GET BACK TO OUR LESSON--

--IT'S POSSIBLE TO MOVE MATTER FROM ONE STATE INTO ANOTHER BY CHANGING OUTSIDE VARIABLES THAT AFFECT THE SPEED AT WHICH THE MOLECULES VIBRATE. THE SLOWER THE VIBRATION, THE DENSER THE MATERIAL.

WHAT? I CAN'T HEAR HER. CAN YOU HEAR HER? BECAUSE I GET THE FEELING THIS IS IMPORTANT.

IF YOU THINK I'M GOING TO HELP YOU OUT, YOU'RE WRONG, PETER.

BECAUSE YOU RUINED MY LIFE!

MINE TOO!

YEAH, AND MINE!

AND UNCLE BEN'S, AND AUNT MAY'S, AND MJ'S, AND GWEN'S, AND CAPTAIN STACY'S, AND BETTY'S, AND--

YADDA YADDAYADDA YADDA

OKAY, OKAY, I GET THE POINT, I--

BLAHBLAH BLAHBLAHBLAH... VIBRANIUM... BLAHBLAHBLA BLABLAH

WAITAMINNIT... WHAT? WHAT WAS THAT ABOUT VIBRANIUM?

THE MOLECULES IN SOLID MATTER ARE STILL VIBRATING IN PLACE, AND STOP ONLY WHEN THEY REACH A TEMPERATURE OF ABSOLUTE ZERO.

BUT IN THE CASE OF VIBRANIUM, EVEN AT ROOM TEMPERATURE THE MOLECULES ARE ABSOLUTELY STILL. AS A RESULT, ANY INCOMING VIBRATIONS ARE COMPLETELY NEUTRALIZED.

MR. STARK?

WE KNOW HEAT CAN BE USED TO MOVE ORDINARY MATTER FROM ONE STATE TO ANOTHER, FROM SOLID TO LIQUID TO GAS, BUT WHAT ABOUT VIBRANIUM? IF IT'S BEEN MOVED TO ANOTHER STATE--

LIKE CALIFORNIA!

SHUT IT!

GOOD ONE.

UNFORTUNATELY, TEMPERATURE DOESN'T ALWAYS WORK ON VIBRANIUM OR OTHER ELEMENTS.

HELIUM, FOR INSTANCE, CANNOT BE SOLIDIFIED BY LOWERING ITS TEMPERATURE. THE ONLY WAY TO SOLIDIFY LIQUID HELIUM IS TO USE EXTREME PRESSURE, USUALLY AROUND 25 ATMOSPHERES, OR ROUGHLY 367.5 POUNDS PER SQUARE INCH.

SIMILARLY, VIBRANIUM CAN ONLY BE MADE SOLID THROUGH THE USE OF EXTREME PRESSURE, MAYBE A BURST OF 13 ATMOSPHERES. BECAUSE OF ITS DENSITY, WHICH IS GREATER THAN CARBON OR TUNGSTEN, IT CAN ONLY BE CHANGED INTO GASEOUS FORM AT TEMPERATURES IN EXCESS OF OF SIX THOUSAND DEGREES FAHRENHEIT.

WAIT... I THINK...I THINK I MAY HAVE IT...

...IT'S THE ONLY WAY TO STOP YOU, BUT I DON'T KNOW IF YOU'LL FORGIVE ME.

OF COURSE WE WON'T.

"HAS ANYONE, EVER?"

IS HE DEAD?

UNDER THAT MASK, WHO CAN TELL?

DUDE, HE'S MOVING.

YOU OKAY? I CAN GET YOU SOME WATER--

--GOD. DID EVERYONE GET OUT?

YEAH, NOBODY GOT HURT. THE FIRE WAS CONFINED MAINLY TO ONE APARTMENT. BUT YOU ***KNOW*** IT'S GOING TO BRING DOWN THE PROPERTY VALUE. DID YOU SEE WHAT--

NO, I'M...I'M ALL RIGHT, I--

OKAY, THEN DEAD, PROBABLY NOT SO MUCH.

SORRY, I...I HAVE TO GO.

YEAH, SURE, SWING BY ANY TIME YOU WANT TO SCOPE OUT ORDINARY FOLKS HAVING A REALLY BAD DAY.

HEY, C'MON, CUT THE GUY SOME SLACK--

"--LOOKED TO ME LIKE HE WAS HAVING A PRETTY BAD DAY HIMSELF."

Can't stop to think about the apartment now. What's gone is gone. What matters now is stopping Charlie.

And I think I know just where to go for the help I need.

WELL, DID HE SAY WHAT THE LONG-TERM INTEREST SITUATION WOULD BE? NO, I WANT REAL NUMBERS, NOT SPECULATION.

PSSST...

THAT'S NOT GOOD ENOUGH, I--

BOSS... PSSST...HEY, BOSS...

SO, LIKE I WAS WONDERING, CAN I BORROW SOME OF YOUR REALLY EXPENSIVE EQUIPMENT AND, LIKE, TRASH IT? CAN I? HUH? CAN I? AND THEN CAN I HAVE THE KEYS TO THE CAR, LIKE LAST WEEK WHEN I NEEDED IT FOR LIKE SCHOOL AND STUFF?

BILL? I'LL GET BACK TO YOU.

ANYBODY EVER TELL YOU THAT YOU'D MAKE A REALLY GREAT IMAGINARY TEACHER? OF COURSE, THAT WOULD MEAN FINDING AN IMAGINARY OPENING IN AN IMAGINARY SCHOOL, AND WITH SO MANY IMAGINARY CUTBACKS...

YOU'VE GOT TWO MINUTES, PETER. SPEND THEM WISELY.

YESSIR.

TWO MINUTES LATER...

Boy, he can be grumpy some days. But at least phase one is in place. Now for phase two...

...after I make one call.

CASA QUESADA HOTEL, HOW MAY I DIRECT YOUR CALL?

MARY JANE PARKER'S ROOM, PLEASE.

PETER? ARE YOU OKAY? I COULD SEE THE FIRE FROM HERE, AND--

I'M GOOD, MJ. BUT THE APARTMENT IS GONE.

OH, NO...

BUT THAT DOESN'T MATTER RIGHT NOW. ARE YOU AND MAY ALL RIGHT?

IT'S PETER. WE'RE ALL RIGHT, RIGHT?

WE'RE BOTH FINE, PETER. BUT THIS IS A VERY STRANGE HOTEL. APPARENTLY AT *CASA QUESADA* HOUSEKEEPING ONLY COMES BY ONCE EVERY SIX MONTHS.

NOW, AUNT MAY, YOU'RE EXAGGERATING.

YES, I'M KNOWN FOR THAT.

HAVE YOU FOUND CHARLIE YET?

FOUND, THEN LOST AGAIN. BUT WITH EVERY COP IN TOWN LOOKING FOR HIM ON MURDER CHARGES, I SHOULD BE ABLE TO PICK UP THE TRAIL PRETTY FAST.

HOW?

HEY, THIS IS NEW YORK, WHERE THE FIRST RULE IS ALWAYS...

...JUST FOLLOW THE SIRENS.

I SAID LEAVE ME ALONE!

I'M NOT AFRAID OF YOU! YOU HEAR ME? YOU CAN'T HURT ME!

He's out of his mind... deranged by the chemicals...desperate to escape, and they can't hurt him in that skinsuit...have to get in there before anybody else gets hurt.

YOU WANT TO FIGHT? HUH? WELL, THEN, COME ON!

CRUNCH!

OH, SO NOW YOU'RE AFRAID, HUH? NOW YOU DON'T KNOW WHAT TO--

WHAT'RE YOU--

Got to focus his anger on me, not them.

Fortunately, I've never had a problem with that.

--LOOKING AT?

HOW-DO.

YOU!

SO, OBI-WANNA-BE, IS THAT A LIGHT POLE IN YOUR HANDS, OR ARE YOU JUST HAPPY TO SEE ME?

KER-WHAMM!

LOOK, BUDDY, WOULDN'T IT BE EASIER TO JUST GIVE UP? I MEAN, LOOKING LIKE THAT, IT'S NOT LIKE YOU CAN JUST SLIP OUT OF TOWN WITHOUT BEING NOTICED. IF YOU GO WITH THE NICE OFFICERS, THEY CAN--

Whoa...I forget sometimes how fast he is. Still, I have to keep at him until I get him into position.

I'M NOT A LOSER! THIS ISN'T MY FAULT! IT'S PARKER! IT'S HIS FAULT! HE BETRAYED ME!

That's it, just keep ranting for ten more seconds--

--enough so he's distracted. Because even though my webbing doesn't stick to that skinsuit--

BUT IF YOU *REALLY* WANT TO STICK AROUND I SUPPOSE WE COULD ALWAYS GET YOU A JOB AS A STAND-IN FOR THE OSCAR AWARD. WE COULD CALL YOU THE LOSER AWARD.

SHUT UP!

--it'll stick just fine to those cars.

One Charlie sandwich, coming up.

SMASH!

Got him!

Just got to web these in place before he can recover and get any leverage. And then it's up, up and--

--owee!- owee!- owee!--

BOY that's heavy!

Can hear him smashing around in there...can't hold him for long. Just got to...keep it together...for a little longer...

I don't want to do this... but I can't have Charlie turning into another Mark Raxton, another Molten Man. Yeah, Mark's better now, but too many people died on the way. I can't take that chance again.

This is SO gonna hurt.

CRASH

UHNNH!

UH-OH... NO TIME TO REST NOW, PETER.

DID YOU THINK *THAT* WAS GOING TO STOP ME? I'M NOT SOME WEAKLING ANYMORE...I'M NOT *HELPLESS* ANYMORE. I CAN DO *ANYTHING* I WANT, I--

SAVE IT.

--OOOOF!

WHAT... WHAT'RE YOU--

I'M SORRY, CHARLIE, BUT IT HAS TO BE THIS WAY.

INCREASING PRESSURE TO 15 ATMOSPHERES.

"I know this isn't easy, Charlie, but it's really the best thing."

FRAGILE

IT WASN'T WORKING FOR YOU HERE. A NEW TOWN, A NEW JOB FOR YOUR DAD, A DIFFERENT SCHOOL... MAYBE IT'LL BE BETTER.

YEAH, RIGHT.

LIKE THOSE GUYS CAN'T BE FOUND AT ANY SCHOOL IN THE COUNTRY.

I KNOW... BUT THERE'S DEGREES OF DIFFERENCE, YOU KNOW?

"AT LEAST THIS WILL TAKE SOME OF THE PRESSURE OFF YOU...BECAUSE NOBODY CAN TAKE THAT FOR VERY LONG."

NO! LET ME OUT! LET ME GO!

CHARLIE! WE HAVE TO GO NOW. SAY GOODBYE TO YOUR FRIEND AND LET'S GO.

YES, DAD.

LIVING ROOM

WELL, TAKE CARE OF YOURSELF, PETE.

YOU TOO. IF YOU NEED ANYTHING, NOW OR WHENEVER... YOU KNOW WHERE TO FIND ME.

YEAH... YEAH, I DO. THANKS, PETE.

HEY, PETER?

YEAH?

YOU THINK THERE WILL EVER BE A DAY WHEN I DON'T FEEL... HELPLESS ALL THE TIME?

I HOPE SO, CHARLIE. FOR BOTH OF US. BECAUSE NOW THAT YOU'RE GONE, THOSE GUYS WILL BE REDISCOVERING ME REAL FAST...AND I CAN'T STOP HOPING THAT SOONER OR LATER...THINGS CHANGE, YOU KNOW?

I DON'T KNOW HOW, OR WHERE OR WHY...ALL I KNOW IS THAT THEY *HAVE* TO CHANGE, SOMEHOW.

SEE YOU, PETE.

GOOD LUCK, CHARLIE.

I know what he meant. It's something you really have to experience in order to understand...that the worst thing in the world...

...is to be helpless... helpless...

...helpless...

IT WAS A GOOD SOLUTION, PETER. YOU COULD'VE GONE FOR HEAT TO DISSIPATE THE SKINSUIT, BUT IT WOULD'VE KILLED HIM. BY RAISING THE PRESSURE TO A CRITICAL POINT, THE VIBRANIUM COULD REVERT TO SOLID FORM AGAIN.

YEAH... WHATEVER...

TROUBLE IS, NOW HE'S TRAPPED IN THAT THING. THE DOCTORS SAY THEY CAN GET IN ENOUGH TO TAKE CARE OF HIS BODILY NEEDS, BUT STRIPPING IT OFF MAY BE IMPOSSIBLE. HE MIGHT BE LIKE THIS THE REST OF HIS LIFE.

DON'T BELIEVE IT, PETER. NOTHING'S IMPOSSIBLE. YOU OF ALL PEOPLE SHOULD KNOW THAT. TAKE COMFORT IN IT.

YEAH...I'M SURE I'LL GET A LOT OF COMFORT OUT OF THAT.

EXCUSE ME....

...ARE YOU MR. PETER PARKER?

YES, IS THERE A PROBLEM?

PHONE FOR YOU. IT'S YOUR WIFE.

MJ?

PETER, I... OH GOD...I'M OVER AT AUNT MAY'S HOUSE AND--

WHAT? WHAT IS IT? ARE YOU OKAY? IS MAY--

SHE...SHE'S ALL RIGHT, BUT WHEN CHARLIE BURNED DOWN THE APARTMENT, I THOUGHT WE COULD COME HERE, TO HER PLACE FOR A WHILE, AND--

AND WHAT? WHAT HAPPENED?

HE BURNED DOWN HER HOUSE, PETER...IT'S GONE... IT'S GONE...

IT'S JUST... GONE.

END

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